

UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK

BLOCKCHAIN MINING SUPPLY AND )  
SERVICES LTD.,

Plaintiff,

vs.

) Civil Action No.  
18-cv-11099-ALC

SUPER CRYPTO MINING, INC.

n/k/a DIGITAL FARMS, INC., )

and DPW HOLDINGS, INC. n/k/a

AULT GLOBAL HOLDINGS, INC., )

Defendants. )

-----)

REMOTE VIDEO-RECORDED DEPOSITION OF  
MILTON "TODD" AULT, III  
AS 30(b)(6) REPRESENTATIVE OF  
DEFENDANT DPW HOLDINGS, INC.  
N/K/A BITNILE HOLDINGS, INC.

Las Vegas, Nevada

Thursday, January 12, 2023

Esquire Deposition Solutions, LLC - Firm Number 008F

Reported by:

JANET C. TRIMMER, CCR, RPR, CRR

JOB NO. 221153

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January 12, 2023

8:50 a.m.

Remote Video-Recorded Deposition of  
MILTON "TODD" AULT, III, as 30(b)(6)  
Representative of Defendant DPW Holdings,  
Inc. N/K/A BitNile Holdings, Inc., before  
Janet C. Trimmer, Certified Court Reporter of  
the State of Nevada and NCRA licensed  
Registered Professional Reporter and  
Certified Realtime Reporter.

1  
2 REMOTE APPEARANCES:  
3

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22  
23

24 ALSO PRESENT:

25 STEPHAN ANDREYCHUK, VIDEOGRAPHER

## I N D E X

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Exhibit 101	230	E-mail from Willy Tencer dated 10-26-18, DEFENDANTS_004297
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1 Milton "Todd" Ault, III  
2 either 2017 or 2018.

3 I'm going to at this time mark as Ault  
4 Exhibit 6 a document bearing production numbers  
5 DEFENDANTS\_ 28 to 34. It's now up in the chat room.

6 (Exhibit 6 for identification.)

7 Q. And I'll ask you to look at this document and  
8 tell me whether it refreshes your recollection that  
9 Super Crypto was actually incorporated on January 30th  
10 of 2018.

11 MR. VOLYNSKY: Objection. Form.

12 A. Okay. Yes, I see it.

13 Q. And is that accurate, to your understanding,  
14 that the company would have been officially formed in  
15 January of 2018?

16 A. Yes.

17 Q. And were you involved in the decision to  
18 incorporate that entity?

19 MR. VOLYNSKY: Objection. Form.

20 A. I was the CEO of DPW at the time, so yes.

21 Q. And can you explain what the reasons for  
22 forming the company were?

23 A. We wanted to have a subsidiary focused on  
24 crypto mining Bitcoin, Ethereum.

25 Q. And can you explain what Super Crypto's

1 Milton "Todd" Ault, III  
2 business was intended to be, more specifically?

3 MR. VOLYNSKY: Objection. Form.

4 You can answer.

5 A. A Bitcoin miner and Ethereum miner mining  
6 both Ethereum and Bitcoin.

7 Q. And how was the company going to generate  
8 revenues?

9 A. By mining Bitcoin.

10 MR. VOLYNSKY: Objection. Form.

11 A. By mining Bitcoin and Ethereum.

12 Q. And did the company ever generate any  
13 revenues?

14 MR. VOLYNSKY: Objection. Form. Which  
15 company are you referring to?

16 Q. Super Crypto.

17 A. It did, yes.

18 Q. Do you know approximately what level of  
19 revenues Super Crypto earned during 2018?

20 MR. VOLYNSKY: Objection. Form.

21 A. I don't recall.

22 Q. Can you approximate it at all?

23 A. No. It was four or five years ago. I don't  
24 remember what they made.

25 Q. Do you know whether they made over a million

1 Milton "Todd" Ault, III

2 take.

3 Q. And, to the best of your knowledge, when did  
4 that liquidation take place?

5 A. In the last couple of years. I didn't handle  
6 it.

7 Q. Who handled it?

8 A. Darren Magot.

9 Q. And were you involved in the decision to  
10 liquidate those assets?

11 MR. VOLYNSKY: Objection. Form.

12 A. I think I was asked what I thought.

13 Q. And do you recall what you advised?

14 A. I didn't want to liquidate the business at  
15 all, but I think they did it anyways.

16 Q. And why didn't you want to liquidate it?

17 A. I like Bitcoin mining.

18 Q. But whose decision was it, then, to liquidate  
19 it?

20 A. I didn't run Super Crypto. Darren did. So  
21 it was Darren's decision.

22 MR. VOLYNSKY: I mean, I guess this is going  
23 to be the part where I probably would ask, are you  
24 asking him in his individual capacity, or are you  
25 asking him as a 30(b)(6) in terms of --



1 Milton "Todd" Ault, III

2 idea.

3 Q. Okay. There doesn't seem to be any cash or  
4 Bitcoin listed as an asset. Do you know why that is?

5 A. Maybe they spent it. I don't know.

6 Q. And if you look at the balance sheet, is it  
7 fair to say that for both 2018 and 2019 that the  
8 liabilities exceeded the assets for the company?  
9 Correct?

10 A. Correct. Yeah.

11 Q. Is it fair to say that the liabilities  
12 exceeded the assets for Super Crypto throughout its  
13 existence?

14 MR. VOLYNSKY: Objection. Form.

15 A. I would think that would be fair, yeah.

16 Q. And would it be fair to say the company was  
17 essentially insolvent throughout its --

18 MR. VOLYNSKY: Objection. Form.

19 A. No, I don't think so.

20 Q. Well, what's your understanding of what  
21 insolvency means?

22 A. It has a parent company that was providing  
23 the capital, so I object -- I don't agree with your  
24 statement at all.

25 Q. So it had a parent company that could provide

1 Milton "Todd" Ault, III

2 capital. Other than that, in terms of its own  
3 operations and what it could generate, is it fair to  
4 say it was insolvent?

5 MR. VOLYNSKY: Objection. Form.

6 A. This is a definition, and I'm not an  
7 accountant and I am not an auditor, and that's a very  
8 highly technical term, insolvency.

9 Q. Well, I'm just interested in your  
10 understanding. As a CEO of a public company, I assume  
11 you have some understanding in your own mind of what  
12 insolvency means.

13 And I'm asking you, separate and apart from  
14 any contributions that the parent company could make,  
15 is it fair to say that Super Crypto throughout its  
16 existence was essentially insolvent?

17 MR. VOLYNSKY: Objection to form.

18 A. I don't think so, no.

19 Q. Do you think it was capable of meeting its  
20 obligations without assistance from its parent  
21 company?

22 MR. VOLYNSKY: Objection. Form.

23 A. I think if it didn't have a parent company  
24 that was a supportive investor that didn't commit to  
25 investing in the company, then it would not exist;

1 Milton "Todd" Ault, III  
2 that's correct.

3 Q. Say that again.

4 A. I think it's fair to say that if it didn't  
5 have a parent company that was a supportive  
6 shareholder, based on the way you are asking the  
7 question, then it wouldn't exist.

8 Q. So it could only exist with either the  
9 support of some investor or a parent company that  
10 could fund it; correct?

11 A. The company would have had to go get --  
12 finance its operations by seeking outside investment  
13 if it didn't have a parent company, yes.

14 Q. Because it had a parent company it didn't  
15 have to do that; correct?

16 MR. VOLYNSKY: Objection. Form.

17 A. I would say yes.

18 Q. And it didn't do that in fact; right? It  
19 didn't seek out independent funding apart from the  
20 parent company; correct?

21 MR. VOLYNSKY: Objection. Form.

22 A. I don't recall whether it tried to seek  
23 outside money or not.

24 Q. But it's fair to say the parent company did  
25 fund it throughout its existence; correct?

1 Milton "Todd" Ault, III

2 Q. Now, Super Crypto was a wholly-owned  
3 subsidiary of DPW throughout its existence; correct?

4 A. Yes.

5 Q. Do you know whether Coolisys ever loaned  
6 money to Super Crypto?

7 A. It may have.

8 Q. Do you know one way or the other?

9 A. It may have. I don't know whether it did or  
10 not.

11 Q. Do you know whether DPW ever loaned money to  
12 Super Crypto?

13 A. I'm sure it did.

14 Q. And why do you say that?

15 A. Because we were its parent company. We lend  
16 money to our subsidiaries all the time.

17 Q. And when you said you lent money, would that  
18 be pursuant to formal loan agreements?

19 A. If it's 100 percent owned, it's usually  
20 intracompany. If it's not, there usually are some  
21 sort of loan agreements in place.

22 Q. So in the case of Super Crypto, since it was  
23 100 percent owned, is it fair to say there were no  
24 formal loan agreements in place?

25 A. I don't do the accounting. I don't know if

1 Milton "Todd" Ault, III

2 there would be or not. Probably not, but I don't  
3 know. They just keep track of intercompany balances.

4 Q. So when you talked about the parent company  
5 funding Super Crypto, would that be considered a  
6 company loan?

7 A. It could be a loan, could be equity, could be  
8 a convertible. Whatever form we were doing at the  
9 time. Probably in the early stages it was just an  
10 advance.

11 Q. What would an advance be?

12 A. Be a transfer of money towards a future  
13 transaction.

14 Q. With no obligation to repay it?

15 MR. VOLYNSKY: Objection. Form.

16 A. I wouldn't say there's no obligation to pay  
17 it. I think there's an obligation to create a  
18 security or some sort of loan around it. You don't  
19 know what you are creating. Sometimes you advance  
20 money to a subsidiary and then do a future deal, like  
21 you might advance them \$10 million over a couple  
22 of years, and then decide to make it a loan or a  
23 convertible or equity or preferred, something like  
24 that.

25 Q. And do you know how the money that was

1 Milton "Todd" Ault, III

2 produced in discovery by defendants. There is an  
3 e-mail on the cover page from Mr. Magot to various  
4 individuals, and then behind it are various banking  
5 statements.

6 Have you ever seen Super Crypto's banking  
7 statements?

8 A. No.

9 Q. Were you aware that Super Crypto had a bank  
10 account for approximately two months in February to  
11 April of 2018?

12 A. I vaguely remember something like Wells Fargo  
13 or something, yeah.

14 Q. And were you aware that that account was  
15 closed in April 2018?

16 A. I recall hearing that they couldn't get a  
17 bank account or keep it open, yeah.

18 Q. If you look at the second page of Exhibit 10,  
19 it appears to contain a statement for a bank account,  
20 checking bank account in the name of Super Crypto  
21 Mining as of February of 2018. Is that correct?

22 A. That's what it appears, yes.

23 Q. And if you look at it, the beginning balance  
24 when the account was opened is zero, and there were  
25 deposits of just over \$50,000 during the course of

1 Milton "Todd" Ault, III

2 A. Okay.

3 Q. And on March 7th there is a deposit for  
4 \$150,000; correct?

5 A. Yeah, it looks like it, yep.

6 Q. And that money was provided also by DPW;  
7 correct?

8 A. That's what it says, yeah.

9 Q. And then on March 9th, 70,000 was provided;  
10 correct?

11 A. That's what it says on the statement, yeah.

12 Q. And that was provided by DPW; correct?

13 A. That's what it says.

14 Q. Do you have any reason to think the statement  
15 is inaccurate?

16 A. No.

17 Q. And if you look after the 70,000 deposit,  
18 that same day there is an \$80,000 transfer to  
19 Blockchain Mining. That's the plaintiff in this case;  
20 correct?

21 MR. VOLYNSKY: Objection to form.

22 A. Sure, yeah, it looks correct to me on the  
23 statement.

24 Q. So is it fair to say that DPW provided the  
25 funding to Super Crypto for it to pay 80,000 to

1 Milton "Todd" Ault, III

2 Blockchain?

3 MR. VOLYNSKY: Objection. Form.

4 A. It's fair to say that DPW provided the  
5 company funding and they paid their bills, to  
6 Blockchain, yes.

7 Q. Did DPW have any ability to pay its bills to  
8 Blockchain without funding from DPW?

9 MR. VOLYNSKY: Objection. Form.

10 A. So your question is did Super Crypto have the  
11 ability to pay its bills without funding from DPW; is  
12 that the question?

13 Q. Yes.

14 A. It did mining, so it may have had mining  
15 proceeds. I don't know.

16 Q. Are you aware of it having sufficient mining  
17 proceeds to pay bills without support from DPW?

18 MR. VOLYNSKY: Objection. Form.

19 A. Money is fungible. So sufficient? They  
20 never generated positive cash flow that I'm aware of,  
21 so they would have always needed some sort of funding  
22 during this time frame.

23 Q. And if you look, taking you back to  
24 Exhibit 10, if you look at page 4892, there is a  
25 reference there for \$125,000 deposit on March 13th.



1 Milton "Todd" Ault, III

2 Do you see that?

3 A. I do.

4 Q. And that also came from DPW; correct?

5 A. That's what the statement says.

6 Q. And you have no reason to doubt that this  
7 statement is accurate; correct?

8 A. I have no reason to doubt the statement is  
9 accurate.

10 Q. And that same day that the transfer was made,  
11 it shows Super Crypto making a transfer to Blockchain  
12 Mining in the amount of \$83,625; correct?

13 A. That's what it says, yes.

14 Q. And do you know what that money represents?

15 MR. VOLYNSKY: Objection.

16 A. I don't know. I presume a payment to  
17 Blockchain. I mean, I don't know.

18 Q. And if you look at the rest of DEFENDANTS\_  
19 4892, there's three additional transfers or deposits  
20 into Super Crypto's bank account for 25,000, 50,000,  
21 and 50,000. Do you see that?

22 A. I do.

23 Q. And those all originated with DPW as well;  
24 correct?

25 MR. VOLYNSKY: Objection. Form.

1 Milton "Todd" Ault, III

2 A. That's what the statement says, yes.

3 Q. And on the next page, 4893, there is a  
4 deposit for \$30,000 shown; correct?

5 A. Correct.

6 Q. And that also originated with DPW; correct?

7 MR. VOLYNSKY: Objection. Form.

8 A. Yes.

9 Q. So if you look back at 4890 of Exhibit 10, it  
10 looks like about \$500,000 worth of deposits were made  
11 in Super Crypto's account March of 2018; correct?

12 A. Yep, that's right, 500,000.

13 Q. And all of that came from DPW; correct?

14 MR. VOLYNSKY: Objection.

15 A. That's what the statement says.

16 MR. MANDEL: Let's mark as Exhibit 12 a  
17 document bearing production numbers DEFENDANTS\_ 4846  
18 to 4847.

19 (Exhibit 12 for identification.)

20 Q. Do you recognize Exhibit 12, the first page,  
21 as an e-mail that Mr. Magot sent to various  
22 individuals, CC'ing you, in April of 2018?

23 A. I recognize it, yes.

24 Q. And in it Mr. Magot indicates that  
25 Wells Fargo had sent notice that they were closing

1 Milton "Todd" Ault, III

2 Super Crypto's account. Do you recall that happening?

3 A. I do recall that happening, yeah.

4 Q. And if you look at the second page of  
5 Exhibit 12, bearing production number DEFENDANTS\_  
6 4847, it appears to be a notice dated March 8th, 2018,  
7 from Wells Fargo to Super Crypto.

8 Do you recall seeing that notice?

9 A. No, I don't recall the notices.

10 Q. Do you have any understanding of why  
11 Wells Fargo was closing Super Crypto's bank account?

12 A. I don't know why they made the specific  
13 decision, but lots of banks were unbanking anyone in  
14 the Bitcoin crypto business.

15 Q. At that point in time?

16 A. Yes, and still to this day.

17 MR. MANDEL: Let's mark as Exhibit 13 a  
18 document bearing production number DEFENDANTS\_ 4965.

19 (Exhibit 13 for identification.)

20 Q. Do you recognize Exhibit 13 as an e-mail sent  
21 by Mr. Magot to various individuals with you as a CC  
22 in April of 2018?

23 A. I do.

24 Q. And in the e-mail Mr. Magot says that:

25 "Todd and I were thinking that we could

1 Milton "Todd" Ault, III

2 The time is 10:48.

3 BY MR. MANDEL:

4 Q. Mr. Ault, is it correct that during 2018  
5 Mr. Magot would come to you with requests for funds to  
6 pay certain bills that Super Crypto had?

7 A. Yes.

8 Q. And is it correct that you would then  
9 determine what amount of funding to make available to  
10 Super Crypto?

11 MR. VOLYNSKY: Objection. Form.

12 A. Yes.

13 MR. MANDEL: Let's mark as Exhibit 14 a  
14 document bearing production number DEFENDANTS\_ 4699.

15 (Exhibit 14 for identification.)

16 Q. Is Exhibit 14 an e-mail that you sent to  
17 Mr. Magot with various CCs on February 20th, 2018?

18 A. It appears to be, yes.

19 Q. And who is Olga Chupric, that appears on the  
20 e-mail?

21 A. She was the controller for DPW.

22 Q. Did she hold any position in Super Crypto?

23 A. I don't think so, no.

24 Q. And in this e-mail you say, "Please make the  
25 payment for Super Crypto today."

1 Milton "Todd" Ault, III

2 A. No. Olga was.

3 Q. So he was just being informed basically of  
4 what was going on?

5 MR. VOLYNSKY: Objection. Form.

6 A. Maybe he was being informed that money that  
7 he was in charge of was being allocated. I don't know  
8 what the reasons were.

9 Q. Okay.

10 A. Could have been.

11 MR. MANDEL: Let's mark as defendants' -- as  
12 Ault Exhibit 16 a document bearing production  
13 number DEFENDANTS\_ 4702.

14 (Exhibit 16 for identification.)

15 Q. Is Exhibit 16 an e-mail that you sent to Olga  
16 Chupric and Amos Kohn and Will Horne on February 22nd  
17 of 2018?

18 A. Okay.

19 Q. And in that e-mail, is it correct that you  
20 were authorizing \$5,000 of DPW's money to be allocated  
21 to Super Crypto Mining?

22 MR. VOLYNSKY: Objection. Form.

23 A. I think that's what I was doing, yeah.

24 Q. And in your capacity as the chairman of DPW,  
25 were you responsible for allocating funds to other

1 Milton "Todd" Ault, III

2 subsidiaries?

3 A. Yes, I am in charge of all capital allocation  
4 from the parent company.

5 Q. And is it common practice for the parent  
6 company to allocate capital to its various  
7 subsidiaries?

8 A. That's the reason we're here.

9 Q. Did any of the subsidiaries of DPW have  
10 sufficient operating capital based on their own  
11 operations to do business without the support of the  
12 parent company, DPW?

13 MR. VOLYNSKY: Objection. Form.

14 A. I don't know how to answer that question.  
15 Some of the subsidiaries of DPW have been in business  
16 for 63 years, long before DPW was here. So when you  
17 use the word "any," I would say yes, some of them have  
18 the ability to do business without the parent company.

19 Q. And do some of them not have that ability?

20 A. Some of them still require capital as they're  
21 growing, they have -- you know, they -- yes.

22 MR. MANDEL: Let's mark as Defendants'  
23 Exhibit 17 a document bearing production  
24 number DEFENDANTS\_ 4709.

25 (Exhibit 17 for identification.)

1 Milton "Todd" Ault, III

2 (Exhibit 21 for identification.)

3 Q. Is Exhibit 21 an e-mail that you sent to the  
4 individuals listed on March 16th of 2018?

5 A. Yes.

6 Q. And in it you request that \$50,000 be wired  
7 to Super Crypto; correct?

8 A. Yes.

9 Q. And that was to fund Super Crypto for it to  
10 pay its bills; correct?

11 MR. VOLYNSKY: Objection. Form.

12 A. Yes.

13 Q. And when you say, "How much should I 'will'  
14 wire for today," is it fair to say it was almost a  
15 daily occurrence where you would be asked to send  
16 money to pay various bills of the subsidiaries?

17 MR. VOLYNSKY: Objection. Form.

18 A. I think it's fair to say that at any given  
19 time any of the 18 subsidiaries we have may or may not  
20 need money.

21 Q. And you were regularly involved in  
22 determining what money to send them; correct?

23 A. Not today.

24 Q. But you were, in 2018; correct?

25 A. I was, yeah.

1 Milton "Todd" Ault, III

2 Q. How does it work today?

3 A. We have 650 million in assets and an  
4 accounting team of around 15 people. I'm not involved  
5 on a daily basis about every single subsidiary.

6 Q. When did you stop being involved on a daily  
7 basis?

8 A. I don't recall the exact time.

9 Q. The transformation that you talked about in  
10 terms of the assets, how did that develop over time?

11 MR. VOLYNSKY: Objection. Form.

12 A. How did the -- we raised capital. We're a  
13 growing holding company listed on the national  
14 exchange.

15 Q. Right. But you were listed on the national  
16 exchange in 2018 also; correct?

17 A. Yeah. We raised money then too.

18 Q. But yet you were still involved on a daily  
19 basis in the subsidiary funding in 2018; correct?

20 A. The subsidiaries weren't developed as much as  
21 they are now.

22 Q. Where has that growth taken place primarily,  
23 would you say?

24 MR. VOLYNSKY: Object -- I'll withdraw the  
25 objection.



1 Milton "Todd" Ault, III

2 know what we paid for this first 500, but it looks  
3 familiar.

4 Q. Do you know, as of March 22nd, 2018, did  
5 Super Crypto have any ability to meet an obligation of  
6 \$1,487,500 without funding from its parent, DPW?

7 MR. VOLYNSKY: Objection. Form.

8 A. I feel like I've answered this question  
9 already. It did require funding from its parent in  
10 order to meet its objectives.

11 MR. MANDEL: Let's mark as Exhibit 24 a  
12 document bearing production number DEFENDANTS\_ 4824 to  
13 4825 (sic).

14 (Exhibit 24 for identification.)

15 Q. Is Exhibit 24 an e-mail that you received  
16 from Mariah Corbett on March 29th of 2018?

17 MR. VOLYNSKY: Hold on. Richard, you said  
18 4824, 4825?

19 MR. MANDEL: I'm sorry. Just 4824.

20 MR. VOLYNSKY: Yeah. Okay.

21 MR. MANDEL: Apologize.

22 MR. VOLYNSKY: That's okay. Understood.

23 A. Yeah, Mariah sent this e-mail.

24 Q. And who is Mariah Corbett?

25 A. She was my assistant at the time.

1 Milton "Todd" Ault, III

2 Q. And in it, this is being directed to Olga so  
3 that she can direct certain of DPW's funds; correct?

4 A. Correct.

5 Q. And it's directing that \$40,000 go to  
6 Super Crypto Mining; correct?

7 A. Correct.

8 MR. MANDEL: And let's mark as Exhibit 25 a  
9 document bearing production number DEFENDANTS\_ 4826.

10 (Exhibit 25 for identification.)

11 A. Do you need 24 open still?

12 Q. Is Exhibit 25 your response to Ms. Corbett?

13 A. Go back for a second. The other one, please.  
14 1127, go down on -- it looks like, yes.

15 Q. And in it you say "Wire less money" and then  
16 you direct 30,000 to go to Super Crypto; correct?

17 A. Yes.

18 Q. And would it be common for you to have to  
19 make decisions as to whether the full amounts being  
20 requested were available?

21 A. Yes.

22 MR. VOLYNSKY: Objection --

23 THE WITNESS: Sorry, Rob. Sorry.

24 MR. VOLYNSKY: Objection. Form.

25 You can answer.

1 Milton "Todd" Ault, III

2 A. Yes, it would be common.

3 Q. And how would you go about during that time  
4 period making those connections?

5 MR. VOLYNSKY: Objection to form.

6 A. Just look at forecasted capital what we had.

7 Q. I'm sorry. Say that again.

8 A. I would look at forecasted capital what we  
9 had, make a determination what we had at the time.

10 Q. And when you say "what we had," you are  
11 talking about what DPW had; correct?

12 A. I am.

13 MR. MANDEL: Let's mark as Exhibit 26 a  
14 document bearing production number DEFENDANTS\_ 4868.

15 (Exhibit 26 for identification.)

16 Q. Is it Exhibit 26 an e-mail that you sent to  
17 Ms. Chupric and others on April 13 of 2018?

18 A. It appears to be, yes.

19 Q. And in it you say, "Please wire 25,000 to  
20 Indian for Super Crypto Mining."

21 Do you have an understanding as to what  
22 "Indian" is in reference to?

23 A. It means Indiana.

24 Q. And what is Indiana a reference to?

25 A. We had a data center there.

1 Milton "Todd" Ault, III

2 Q. And do you recall whether the purchase from  
3 Blockchain was divided into two separate shipments of  
4 500 machines and 600 machines?

5 MR. VOLYNSKY: Objection. Form.

6 A. I believe that's correct.

7 Q. Do you know why it was divided into two  
8 shipments?

9 MR. VOLYNSKY: Objection. Form.

10 A. I don't know that we could get the money for  
11 it or whatever, so there was like two separate cutoff  
12 dates of some sort where we could buy them. And we  
13 had to make a deposit, and we made a deposit and we  
14 could hold onto them but then after that date we  
15 weren't obligated to buy them or something. I don't  
16 recall. It was a long time ago. This was five years  
17 ago, or give or take close to it, four and a half. So  
18 I think it was like some sort of if we couldn't get  
19 the money, we would lose our deposit or something. I  
20 don't know.

21 MR. MANDEL: Let's mark as Exhibit 28 a  
22 document bearing production numbers DEFENDANTS\_ 4337  
23 through 4346.

24 (Exhibit 28 for identification.)

25 Q. Is Exhibit 47 the first -- I'm sorry.

1 Milton "Todd" Ault, III  
2 they are complaining?

3 A. It might be.

4 Q. Do you recall taking that into consideration  
5 during this relevant time period?

6 MR. VOLYNSKY: Objection. Form.

7 A. Not really, no.

8 MR. MANDEL: Let's mark as Exhibit 35 a  
9 document bearing production number DEFENDANTS\_ 4689 --  
10 this actually runs from 4689 to 4693.

11 (Exhibit 35 for identification.)

12 Q. Is the first page of what we have marked as  
13 Exhibit 35 an e-mail that Mr. Magot sent to you on  
14 October 7 of 2018?

15 A. Yes.

16 Q. And in it he says:

17 "As requested, please find the details  
18 around the remaining outstanding balances for  
19 SCM."

20 Do you recall requesting those details from  
21 him at that time?

22 A. Probably, yeah.

23 Q. Do you know why you were requesting them?

24 A. Just to know, remind me what's owed.

25 Q. I'm sorry. Were you finished with your

1 Milton "Todd" Ault, III

2 answer?

3 A. Yeah. Just to remind me what's owed.

4 Q. Oh, what's owed, okay.

5 Looking at that list, Digital Farms is shown  
6 as being owed 305,000. Do you know who Digital Farms  
7 is?

8 A. Yes. They were the data center in Indiana.

9 Q. And do you know whether that obligation was  
10 ever met?

11 A. I believe it was, yep.

12 Q. In full?

13 A. I believe so.

14 Q. And do you know when it was met?

15 A. No. It was probably years later.

16 Q. And was that obligation met by DPW?

17 MR. VOLYNSKY: Objection. Form.

18 A. I don't know. The way you are wording that,  
19 would we lend more money to Super Crypto? Probably,  
20 yeah.

21 Q. Well, I guess what I'm asking is, do you  
22 know, did DPW pay it directly or did they forward the  
23 money to Super Crypto for it to pay?

24 A. Super Crypto couldn't get a bank account, so  
25 we probably had to pay it directly.

1 Milton "Todd" Ault, III

2 Q. And your recollection is DPW did pay that  
3 directly?

4 MR. VOLYNSKY: Objection. Form.

5 A. I said I don't recall but it might have. I  
6 don't know.

7 Q. Was there a contract between Digital Farms  
8 and Super Crypto?

9 A. I believe so, yeah.

10 Q. Was that a written agreement?

11 A. I believe there was one, yeah.

12 Q. Was DPW a party to it?

13 A. I don't think so.

14 Q. And SMS is shown as being owed what I'm  
15 assuming is \$243,000 approximately. Is that right?

16 A. That's what it says, yeah.

17 Q. And do you know whether that obligation was  
18 ever met?

19 A. I don't think it was fully paid for, no.

20 Q. Do you know whether any portion of it was  
21 paid?

22 A. I think they sold the miners they had.

23 Q. Who did?

24 A. SMS.

25 Q. SMS. And those were miners that were

1 Milton "Todd" Ault, III  
2 purchased by Super Crypto?

3 A. That's what I understand, yeah.

4 Q. But they still owed money on the purchase  
5 price?

6 A. They owed money --

7 MR. VOLYNSKY: Objection --

8 A. -- on the purchase price. That's a data  
9 center --

10 MR. VOLYNSKY: Objection. Form.

11 Q. Go ahead.

12 MR. VOLYNSKY: Get the objection out.

13 A. That's a data center bill. We didn't buy  
14 miners from SMS.

15 Q. So what is it that SMS was owed for?

16 A. I think you should ask Darren Magot. I  
17 wasn't your -- you are like getting into the weeds  
18 here. I don't exactly know what SMS -- I think it was  
19 the data center power bills.

20 Q. Okay. Well, if you don't know you don't  
21 know. I mean, that's fine.

22 A. I don't know.

23 Q. Okay.

24 A. But I know it wasn't miners, because we  
25 didn't buy miners from SMS.



1 Milton "Todd" Ault, III

2 Q. Okay. Because you said they sold the miners?

3 A. Yes. Because if you are a data center and  
4 you are in possession of a product and you don't get  
5 paid, I think you can just sell the shit. So I think  
6 that's what they did.

7 Q. Do you know how much money they were able to  
8 sell them for?

9 A. I don't know.

10 Q. Was there a contract between SMS and  
11 Super Crypto?

12 A. Yes. I do know that.

13 Q. And was DPW a party to that?

14 A. No.

15 Q. Who is Lord Abstract that is shown as being  
16 owed \$125,000?

17 A. That was someone that procured miners for us.

18 Q. And did this obligation ever get met?

19 A. Yes, it did.

20 Q. Was that paid directly by DPW?

21 A. I don't know whether it was paid for by DPW  
22 or if it was paid for in Bitcoin. I don't know.

23 Q. Do you know -- strike that.

24 Did -- was there a contract between Lord  
25 Abstract and Super Crypto?

1 Milton "Todd" Ault, III

2 A. There was.

3 Q. Was DPW itself a party to that agreement?

4 A. It was not.

5 Q. Did DPW ever advance any consideration,  
6 either directly to Lord Abstract or to be paid to Lord  
7 Abstract, to meet Super Crypto's obligation?

8 MR. VOLYNSKY: Objection. Form.

9 A. I believe it did, yes.

10 Q. Do you know approximately how much?

11 A. I don't.

12 MR. MANDEL: Let's mark as Exhibit 36 a  
13 document bearing production numbers DEFENDANTS\_ 958  
14 through 975.

15 (Exhibit 36 for identification.)

16 Q. Is the first page of Ault Exhibit 36 an  
17 e-mail that was sent from Mr. Magot to you on  
18 February 25th, 2018?

19 A. You're asking did he send this e-mail? It  
20 appears that he did, yes.

21 Q. Okay. And in the e-mail he says:

22 "I got this to the next stage just in  
23 case we can get financing next week. I'll  
24 buy time and we can make decisions as things  
25 unfold."

1 Milton "Todd" Ault, III

2 A. I don't know.

3 Q. Before Super Crypto could enter into an  
4 agreement of the kind that's being proposed at this  
5 point, would it require approval from anybody?

6 A. Would Super Crypto require approval?

7 Q. Well, could Mr. Magot just go and enter into  
8 this agreement on Super Crypto's behalf without  
9 somebody's approval at that point in time?

10 A. Yeah, I believe he had the power to do that.  
11 I mean, he was the CEO.

12 Q. Is that the way he conducted business at the  
13 time?

14 MR. VOLYNSKY: Objection. Form.

15 A. I don't think so. I think he would seek  
16 approval of the board of Super Crypto.

17 Q. And is it fair to say he would also seek  
18 approval from DPW?

19 MR. VOLYNSKY: Objection. Form.

20 A. I don't think so. I don't think Darren -- I  
21 mean, he may have, but I don't recall him ever having  
22 access to the board of DPW.

23 Q. Well, weren't you the chairman of the board  
24 of DPW?

25 A. I was one of I think seven, yeah.

1 Milton "Todd" Ault, III

2 Q. Okay. And at this point in time, it's fair  
3 to say that Super Crypto, in order to meet an  
4 obligation of the kind that's reflected in this  
5 proposed agreement, would have required the support of  
6 DPW; correct?

7 MR. VOLYNSKY: Objection. Form.

8 A. It's absolutely fair to say that, yes.

9 Q. And so, in order to decide whether to  
10 undertake that obligation, would it not make sense for  
11 him to see whether DPW was in a position to support  
12 the transaction?

13 MR. VOLYNSKY: Objection. Form.

14 A. So I allocated capital on behalf of DPW. You  
15 were asking questions about the board of DPW. I can't  
16 speak to that. I have certain powers to allocate  
17 capital without board approval.

18 Q. And so Mr. Magot could rely on your ability  
19 to allocate capital as the chairman of DPW; correct?

20 A. I was the CEO of DPW at the time, and yes, he  
21 would be able to rely on me, yes.

22 Q. And in fact he did seek to rely on you before  
23 determining to undertake this transaction; correct?

24 MR. VOLYNSKY: Objection. Form.

25 A. I would think he would, if he were smart, do

1 Milton "Todd" Ault, III  
2 was providing the funding.

3 Q. He then goes on to say:

4 "With that said, our parent company is  
5 very supportive and wants us to make the  
6 purchase with you."

7 Do you have any understanding of why he's  
8 mentioning the parent company in his communication  
9 with Blockchain?

10 A. Because that's where he's getting the money  
11 from.

12 Q. Did you discuss with him whether or not to  
13 reference the parent company in his discussions?

14 A. No.

15 Q. And it says:

16 "I was just told that I can sign the  
17 agreement if we can agree that the deposit of  
18 5 percent can be made by 3/7/18."

19 Do you know who would have told Mr. Magot  
20 that?

21 MR. VOLYNSKY: Go ahead.

22 A. I think it would be Will or I.

23 MR. MANDEL: Let's mark as Exhibit 41 a  
24 document bearing production number DEFENDANTS\_ 1235.

25 (Exhibit 41 for identification.)

1 Milton "Todd" Ault, III

2 Q. Is Exhibit 41 an e-mail that you received  
3 from Mr. Magot on March 4th of 2018?

4 A. Yes.

5 Q. And in it he says:

6 "Let me know what you think and if you  
7 are comfortable working under these terms."

8 So is it fair to say he was seeking your  
9 guidance as to whether to enter into this agreement?

10 MR. VOLYNSKY: Objection. Form.

11 A. I think so, yes, it's fair to say that.

12 Q. And do you recall what you told him?

13 A. The only major thing I told him was you  
14 needed an escrow and you needed an out-clause in the  
15 event we couldn't pay them. That's it.

16 Q. And do you know whether either of those is  
17 referenced at this point in his discussion?

18 MR. VOLYNSKY: Objection. Form.

19 A. I think you're asking me whether he did it.  
20 I think the answer is he did do it. But I --

21 MR. VOLYNSKY: Calls for speculation.

22 A. Well, I'm pretty sure he did because there  
23 was an escrow and there was an out-clause, so I don't  
24 know what else to say.

25 MR. MANDEL: Let's mark as Exhibit 42 a

1 Milton "Todd" Ault, III  
2 document bearing production numbers DEFENDANTS\_ 1488  
3 through 1500.

4 (Exhibit 42 for identification.)

5 Q. Is Exhibit 42 an e-mail that Darren sent to  
6 you on March 6th of 2018?

7 (Off record, sotto voce exchange between  
8 the witness and his counsel.)

9 A. It appears to be, yes.

10 Q. And in the e-mail below it from Mr. Tencer he  
11 says:

12 "Regarding your finances, I spoke with  
13 Joe and seeing the future potential, we would  
14 like to try and accommodate your cash flow."

15 Do you know whether there were any  
16 discussions about what the cash flow situation was for  
17 Super Crypto at this point in time?

18 MR. VOLYNSKY: Objection. Form.

19 A. Whether --

20 MR. VOLYNSKY: Hold on. Are you asking about  
21 DPW's discussions or --

22 Q. I'm asking whether you have any knowledge of  
23 whether there were any discussions between Mr. Magot  
24 and Blockchain about the cash flow that would be  
25 available to Super Crypto.

1 Milton "Todd" Ault, III

2 A. I recall that Darren was in active  
3 negotiations with Willy, but I don't know for sure  
4 what was said.

5 Q. And were those negotiations carried out by  
6 Mr. Magot?

7 A. I think so. I mean, I may have spoken to  
8 Willy during that. I don't know when I spoke to him.  
9 It may have been after the agreement was done. I'm  
10 pretty sure it was after, but I don't know.

11 Q. And in this e-mail Mr. Magot is asking you  
12 whether it sounds possible. I assume he's asking  
13 whether you would be able to provide the financing to  
14 meet the timetable that's set forth in the e-mail. Is  
15 that fair?

16 MR. VOLYNSKY: Objection. Form.

17 A. That's fair.

18 Q. And do you know whether you advised that it  
19 would be feasible to do that?

20 A. I believe that we would be able to raise  
21 sufficient capital to fund Super Crypto, yes.

22 Q. And to pay for 1100 machines?

23 A. That would be including funding of all their  
24 needs, including the 1100 machines, yes.

25 MR. MANDEL: Let's mark as Exhibit 43 a



1 Milton "Todd" Ault, III

2 MR. VOLYNSKY: Objection. Form.

3 A. I would have liked them to buy the machines,  
4 yes.

5 Q. Did you have any thought in your mind as of  
6 March 30th, 2018, about possibly not going forward  
7 with the second 600 machines?

8 MR. VOLYNSKY: Objection. Form.

9 A. No, I never thought of not doing all the  
10 machines.

11 Q. Now, do you know what if anything the fair --  
12 strike that. Let me start again.

13 Do you have any sense of whether the fair  
14 market value of these machines had changed between the  
15 time you signed the agreement and late March of 2018?

16 A. I don't know when it happened, but sometime  
17 in '18 I think Bitcoin reached 20,000 and then it  
18 started to deteriorated. So it could have been that.  
19 I don't know. So it would have been a natural thing  
20 for the fair market value of these things to go down.

21 Q. Was that something that you were paying  
22 attention to at this time with respect to whether or  
23 not to complete this transaction?

24 MR. VOLYNSKY: Objection. Form.

25 A. I never contemplated not doing the

1 Milton "Todd" Ault, III  
2 transaction, that I can recall.

3 MR. MANDEL: Okay. Let's mark as Exhibit 56  
4 a document bearing production numbers DEFENDANTS\_ 1999  
5 to 2001 (sic).

6 (Exhibit 56 for identification.)

7 A. 2004 or 2001?

8 Q. I'm sorry. It's to 2004. Okay. 1999 to  
9 2004.

10 Looking at the top of the e-mail, Mr. Magot  
11 says to Mr. Tencer:

12 "Todd asked that I share the press  
13 release below that we made this morning. It  
14 will help understand all that is going on  
15 which Todd will explain on the call."

16 Do you have any recollection of what was  
17 going on at that point in time?

18 MR. VOLYNSKY: Objection. Form.

19 A. I don't. I would need to see something to  
20 reference.

21 MR. MANDEL: Let's mark as Exhibit 57 a  
22 document BMS 707 through 714.

23 (Exhibit 57 for identification.)

24 Q. And I will note for the record this is an  
25 internal communication from Blockchain, so this is not

1 Milton "Todd" Ault, III

2 Q. So you are saying you would have paid  
3 Blockchain eventually?

4 A. Yeah. We always pay our bills.

5 Q. And the problem that you foresee as to why  
6 the payment didn't get made is because Blockchain sold  
7 the machines?

8 A. Well, we were having legitimate financing  
9 issues trying to figure out how to get the money, and  
10 we were struggling with our bank, and he sold them. I  
11 mean, I'm not -- I don't know the exact sequence of  
12 events, but something to the effect that he probably  
13 got sick of us and sold them. I mean, I don't  
14 remember exactly how that happened, but...

15 Q. Do you remember that there were many months  
16 of promises that the payment was forthcoming?

17 MR. VOLYNSKY: Objection.

18 A. Yeah, I do. I believe there was a lot  
19 of months of promises.

20 Q. And were those promises that you made?

21 A. Those were commitments I made, yeah, on  
22 behalf of the parent to -- I mean, we fund our  
23 subsidiary, so, you know, the subsidiary made a  
24 commitment to buy something, and it was always our  
25 intention to fund the subsidiary so they could

1 Milton "Todd" Ault, III

2 complete their business model. There's not a question  
3 about that.

4 Q. So the problem was you just weren't able to  
5 come up with the money to fund it; is that what you  
6 are saying?

7 A. We couldn't come up with the money at the  
8 time. We eventually did.

9 Q. When did you come up with the money?

10 A. I mean, since then we raised \$500 million, so  
11 I don't know when we came up with it. But it was --  
12 once he sold the machines, I don't know that there was  
13 anything to talk about. He sold them off.

14 Q. Well, you understand he sold them for a small  
15 fraction of what you were supposed to pay; right?

16 MR. VOLYNSKY: Objection. Form.

17 A. I'm aware. I found out yesterday they were  
18 sold off for some amount that was trivial, yeah.

19 Q. And is there a reason why after your funding  
20 came through you haven't just paid this obligation?

21 MR. VOLYNSKY: Objection.

22 A. I guess we couldn't agree on a price after he  
23 sold them.

24 Q. Did you think that you were relieved of an  
25 obligation to pay for the machines?

1 Milton "Todd" Ault, III

2 whether you received a \$10 million line of credit from  
3 your bank?

4 A. I may have just been speaking in simplistic  
5 terms for him, but I think it was in ATM. I don't  
6 know if it was a -- I don't know what it was. I don't  
7 know what --

8 Q. Do you know who you were referring to when  
9 you say "our bank"?

10 A. It's probably Wainwright, but I'm guessing.

11 MR. VOLYNSKY: Don't guess.

12 THE WITNESS: Okay.

13 Q. You say, "I expect things to flow a little  
14 easier now."

15 What did you mean by that?

16 A. Well, if in fact we got a \$10 million line of  
17 credit, then it would be easier to pay our bills.

18 MR. MANDEL: Let's mark as the next exhibit,  
19 number 60, a document bearing production  
20 numbers DEFENDANTS\_2016 through 2018.

21 (Exhibit 60 for identification.)

22 Q. Now, if you look toward the middle of the  
23 first page of Exhibit 60, Mr. Tencer indicates:

24 "Our position is that we have no problem  
25 to work with you and hold the equipment

1 Milton "Todd" Ault, III

2 beyond our agreed upon terms, as long as we  
3 know that you will honor your payment  
4 commitments within a reasonable time."

5 Do you recall him expressing that view?

6 A. It says here -- (sotto voce.)

7 Q. It's in the middle of the page. Do you see  
8 where it says "Willy Tencer wrote"?

9 A. Oh, yeah. Okay. Yeah, I see it.

10 Q. Do you recall him expressing that view at the  
11 time?

12 A. I have no reason to believe he didn't express  
13 that view. I did hear that from him, yes.

14 Q. And is that consistent with what message he  
15 continually gave you in your discussions during this  
16 relevant time period?

17 MR. VOLYNSKY: Objection. Form.

18 A. He was cooperative.

19 Q. And you would say he was reasonable; correct?

20 MR. VOLYNSKY: Objection. Form.

21 A. I think he was reasonable, yeah.

22 Q. And he tried to adjust the payment schedule  
23 to meet your cash flow problems; right?

24 MR. VOLYNSKY: Objection. Form.

25 A. I believe he was reasonable and tried to work

1 Milton "Todd" Ault, III  
2 with us for sure, yeah.

3 Q. And he indicates:

4 "The payment for the 1st batch has been  
5 substantially delayed and we are now  
6 approaching the due date for the payment of  
7 the 2nd batch."

8 You understand the first batch to be a  
9 reference to the first 500 machines; correct?

10 MR. VOLYNSKY: Objection. Form.

11 A. I believe that's what it meant, yeah.

12 Q. And the second batch is a reference to the  
13 600 remaining machines; right?

14 MR. VOLYNSKY: Objection. Form.

15 A. I believe it references the second batch was  
16 the 600, yeah.

17 MR. MANDEL: Let's mark as Exhibit 61 a  
18 document bearing production numbers DEFENDANTS\_2028 to  
19 2032.

20 (Exhibit 61 for identification.)

21 Q. Is the top e-mail on Exhibit 61 an e-mail  
22 that you sent to Mr. Tencer on April 10th, 2018?

23 A. It looks like it, yes.

24 Q. And in it you say:

25 "Willy, please call me. Here is the

1 Milton "Todd" Ault, III  
2 later in -- on April 17th of 2018; correct?

3 A. Correct.

4 Q. And the parties basically worked out an  
5 adjusted payment schedule for that; correct?

6 MR. VOLYNSKY: Objection. Form.

7 A. I don't know what that means, "worked out."  
8 Willy agreed to take the payment on the first 500  
9 because the contract effectively could be terminated  
10 after the 15th, I believe.

11 Q. Okay. So let's talk about that. If you look  
12 at sub 3, it says:

13 "The deposit will then be applied to the  
14 remaining 600 machines and power supplies  
15 that we will pick up after full payment.  
16 1,621,375 is made on or before April 15th,  
17 2018. If the payment for the 600 machines is  
18 not paid then, the deposit is nonrefundable."

19 Did you ever look at that clause at any time  
20 prior to April 17th, 2018?

21 A. I don't exactly know. What's your question?

22 Q. My question is, do you remember being aware  
23 of the existence of that clause prior to April 17,  
24 2018, when the first 500 machines were paid?

25 MR. VOLYNSKY: Objection.



1 Milton "Todd" Ault, III

2 A. The only thing I was aware of is on April  
3 15th Darren was saying that they could keep our  
4 deposit and walk away. I think there was some fear  
5 that they would sell them to somebody else.

6 Q. So you remember Darren expressing that to  
7 you?

8 A. I do, yeah.

9 Q. That after April 15th, what was your  
10 understanding of what could happen?

11 A. They could keep our deposit and sell the  
12 machines to somebody else.

13 Q. And were you concerned that might happen?

14 A. Yes.

15 Q. And you didn't want that to happen?

16 A. No. I wanted to buy the machines.

17 Q. Did you have an understanding that as of  
18 April 15th, 2018, you could have said to Willy, keep  
19 the deposit, I'm not interested in the other 600  
20 machines?

21 A. I believe we could have, yes.

22 Q. Did you consider doing that?

23 MR. VOLYNSKY: Objection. Form.

24 A. I don't recall considering --

25 MR. VOLYNSKY: I'm just going to caution the

1 Milton "Todd" Ault, III  
2 witness not -- to the extent this gets into  
3 conversations with counsel, not to disclose any of  
4 those communications.

5 Q. Right. I'm just asking whether --

6 A. No. I know. I know.

7 Q. -- whether you as a company, either DPW or  
8 Super Crypto, considered on or around April 15th of  
9 2018 saying to Mr. Tencer, you know what? You can  
10 have the deposit. We're not interested in the  
11 remaining 600 machines.

12 MR. VOLYNSKY: Objection. Form.

13 A. I don't really recall whether we discussed  
14 whether we should consider telling them that or not.  
15 I just remember wanting the machines.

16 Q. And that's what you expressed to Mr. Tencer  
17 repeatedly, didn't you?

18 MR. VOLYNSKY: Objection. Form.

19 A. I think it's fair to say that we tried to  
20 settle the matter and, when we were past whatever  
21 dates were involved, we tried to settle the matter,  
22 and I conveyed to him that we wanted to get him paid.

23 Q. But isn't it fair to say that between April  
24 15th and the time that the sale of the machines was  
25 made by Blockchain, that you consistently told Willy

1 Milton "Todd" Ault, III

2 place?

3 A. No, I don't, actually.

4 Q. And it says "at the request of our customer  
5 Ault & Company, Inc."

6 What is Ault & Company, Inc.?

7 A. That's a private holding company that's a  
8 large shareholder of Ault Alliance.

9 Q. And was a large shareholder at the time of  
10 DPW?

11 A. Probably was, yeah.

12 Q. And if you look at the -- I'm sorry.

13 Let's mark as Exhibit 78 a document bearing  
14 production numbers DEFENDANTS\_ 2691 to 2692.

15 (Exhibit 78 for identification.)

16 Q. If you look at Exhibit 78, in it Mr. Tencer  
17 acknowledges receipt of \$50,000 and you saying, "We  
18 used a new account because of a legal reason."

19 Do you have any understanding of what you  
20 meant by that?

21 A. We were getting issues with -- our own  
22 commercial banks at DPW started shutting us down  
23 because they found out we were crypto mining, so at  
24 one point they even shut down all my accounts, my  
25 wife's account, and our Girl Scout account, our

1 Milton "Todd" Ault, III

2 pay him and failed to keep those promises --

3 A. That's right --

4 Q. -- for a period of six months. Is that  
5 right?

6 MR. VOLYNSKY: Objection. Form.

7 A. That's right --

8 MR. VOLYNSKY: Objection. Form --

9 Q. You can answer.

10 MR. VOLYNSKY: -- legal conclusion.

11 A. That's right. We promised to pay him. We  
12 couldn't do it.

13 MR. MANDEL: Let's mark as Exhibit 82 a  
14 document bearing production number DEFENDANTS\_2790 to  
15 2791 -- 2790 to 2792.

16 (Exhibit 82 for identification.)

17 Q. This is a June 1st, 2018, e-mail from  
18 Mr. Magot to you at about 10:26 in the morning and he  
19 says:

20 "Willy is expecting some sort of wire  
21 today. If we aren't going to send one please  
22 let me know so I can manage him accordingly."

23 Do you recall whether you had any discussions  
24 with Mr. Magot about how he could manage Willy at that  
25 point?

1 Milton "Todd" Ault, III

2 A. No.

3 MR. MANDEL: Let's mark as Exhibit 83 a  
4 document bearing production number DEFENDANTS\_ 2794.  
5 (Exhibit 83 for identification.)

6 Q. This is about an hour after the e-mail we  
7 just looked at, and in it Mr. Magot is forwarding to  
8 you an e-mail from Mr. Tencer, and he says, "Please  
9 advise."

10 Do you recall whether you did advise him  
11 about how to respond to a deal with that e-mail?

12 MR. VOLYNSKY: Objection. Form.

13 A. I don't recall.

14 MR. MANDEL: Let's mark as Exhibit 84 a  
15 document bearing production number DEFENDANTS\_2795.  
16 (Exhibit 84 for identification.)

17 Q. This is an e-mail that Mr. Magot sent to  
18 Willy CC'ing you later in the day on June 1st, 2018.

19 Do you recall whether you discussed the  
20 substance of this e-mail with Mr. Magot before he sent  
21 it?

22 MR. VOLYNSKY: Objection. Form.

23 A. I don't recall this e-mail at all, no.

24 Q. And you have no recollection of Mr. Magot  
25 e-mailing in June of 2018 that SCM would honor its

1 Milton "Todd" Ault, III

2 A. Yes.

3 MR. MANDEL: Let's mark as Exhibit 91 a  
4 document bearing production number DEFENDANTS\_3469.

5 (Exhibit 91 for identification.)

6 Q. This is an e-mail dated July 27, 2018, that  
7 you sent to Mr. Tencer, and in it you say, "Wired you  
8 another 10,000 today."

9 Do you recall that was part of the continuing  
10 wires you had discussed earlier?

11 A. I have no reason to believe it's not.

12 MR. MANDEL: Let's mark as Exhibit 92 a  
13 document bearing production number DEFENDANTS\_3258 --  
14 I'm sorry -- 3528 through 3532.

15 (Exhibit 92 for identification.)

16 Q. At the top of Exhibit 92 is an e-mail that  
17 you sent to Mr. Tencer on August 9th of 2018, and in  
18 it you say, "Why would I be wiring you if I intended  
19 not to pay. Clearly I have been wiring."

20 Do you recall what you meant by that?

21 A. I think he was threatening lawsuits, and I'm  
22 like telling the guy, listen, this is foolish, I'm  
23 going to pay you, so why sell me scenes and why sue  
24 me. Probably that was what it was. I don't know.

25 Q. And was the point of continuing to wire him

1 Milton "Todd" Ault, III  
2 money to assure him that you intended to pay?

3 MR. VOLYNSKY: Objection. Form.

4 A. There would be no other reason to wire him  
5 than to show him our intentions are to pay.

6 MR. MANDEL: Let's mark as Exhibit 93 a  
7 document bearing production number DEFENDANTS\_ 3562.  
8 This document actually runs to 3569.

9 (Exhibit 93 for identification.)

10 Q. If you look at the first page of the exhibit,  
11 it's an e-mail from you to Mr. Tencer dated  
12 August 13th, 2018. In it you say "Willy Flying to NYC  
13 today. As I suggested this would be the week we  
14 closed on funding."

15 Do you recall why you were flying to NYC?

16 MR. VOLYNSKY: Objection. Form.

17 A. I don't know why. I mean, within the  
18 geographical area I go to Boston and DC and, I think,  
19 Connecticut a lot, so you could fly into like  
20 Teterboro and go over to White Plains, which is in  
21 New York and then that was pretty close to  
22 Connecticut. A lot of the funding I did was in  
23 Connecticut.

24 Q. Do you recall what funding you were talking  
25 about closing?

1 Milton "Todd" Ault, III

2 THE WITNESS: Sorry, bro.

3 Yep, that's an accurate statement. I did say  
4 I would reimburse them.

5 Q. And was it your understanding that the  
6 warehouse charges he was charging to you were \$300 a  
7 day?

8 A. Something like that. I don't know what the  
9 exact amount was.

10 MR. MANDEL: All right. I have no further  
11 questions at this time.

12 The one thing I will say, you know, there are  
13 a number of e-mails that we were going to stipulate to  
14 the authenticity, but I'll just work that out with  
15 you, Rob, before Mr. Magot's deposition, and hopefully  
16 we can get it taken care of by stipulation and not  
17 waste any more time with Mr. Ault and hopefully not  
18 have to waste any time from Mr. Magot either on those  
19 details.

20 MR. VOLYNSKY: Yeah, that's fine.

21 I have just one question for Mr. Ault.

22 EXAMINATION BY

23 MR. VOLYNSKY:

24 Q. Which is, at any time did Mr. Tencer express  
25 to you that he understood, it was his understanding



1 I JANET C. TRIMMER, Registered Professional  
2 Reporter, Certified Realtime Reporter, and Nevada  
3 Certified Court Reporter No. 864, do hereby certify  
4 that prior to the commencement of the examination,  
5 MILTON "TODD" AULT, III, was duly remotely sworn by me  
6 to testify to the truth, the whole truth and nothing  
7 but the truth.

8 I ALSO CERTIFY that the foregoing is a  
9 verbatim transcript of the testimony as taken  
10 stenographically by me at the time, place and on the  
11 date hereinbefore set forth, to the best of my  
12 ability.

13 I FURTHER CERTIFY (1) I am not a relative,  
14 employee or independent contractor or counsel of any  
15 of the parties; nor a relative, employee or  
16 independent contractor of the parties involved in said  
17 action; nor a person financially interested in the  
18 action; nor do I have any other relationship with any  
19 of the parties or with counsel of any of the parties  
20 involved in the action that may reasonably cause my  
21 impartiality to be questioned.

22  
23 

24 JANET C. TRIMMER

CERTIFIED COURT REPORTER NV 864 - Firm Number 008F

25 Dated: 01-18-2023 Esquire Deposition Solutions, LLC

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